

**UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO**

<b>In re</b>	)	
	)	<b>PROMESA</b>
	)	<b>Title III</b>
<b>THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,</b>	)	
	)	<b>No. 17 BK 3283-LTS</b>
As a representative of	)	
	)	<b>(Jointly Administered)</b>
<b>THE COMMONWEALTH OF PUERTO RICO</b>	)	
<i>et al.,</i>	)	<b>Re:</b> ECF Dkt. Nos. 17405, 19086, 19191,
	)	19209, 19215, 19227, 19229, 19236, 19511
	)	
<b>Debtors.<sup>1</sup></b>	)	Case No. 17-4780 Dkt. Nos. 2560, 2651,
	)	2668
	)	
	)	<b>Hearing date:</b> February 2, 2022 at 10:00
	)	a.m. (AST)
	)	

**FEE EXAMINER’S REPORT ON ANTICIPATED FINAL FEE APPLICATION  
PROCESS AND ON UNCONTESTED PROFESSIONAL FEE  
MATTERS FOR CONSIDERATION IN CONNECTION WITH THE  
FEBRUARY 2, 2022 OMNIBUS HEARING**

- I. STATUS REPORT ON INTERIM AND FINAL FEE REVIEW AND  
RECOMMENDATION PROCESS POST- PLAN CONFIRMATION**
  
- II. SUMMARY OF UNCONTESTED FEE APPLICATIONS FOR THE  
THIRTEENTH INTERIM (JUNE 1, 2021-SEPTEMBER 30, 2021) AND  
PRIOR COMPENSATION PERIODS**

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<sup>1</sup> The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the: (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and, (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747) Puerto Rico Public Buildings Authority (“PBA”) (Bankruptcy Case No. 19-BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

**III. NOTICE OF DEFERRAL OF SPECIFIC FEE APPLICATIONS FOR CONSIDERATION AT THE MARCH 23, 2022 OMNIBUS HEARING OR A LATER DATE POST-PRRADA**

TO: HON. LAURA TAYLOR SWAIN,  
UNITED STATES DISTRICT JUDGE

**ANTICIPATING THE FINAL FEE APPLICATION PROCESS**

Last week marked a milestone in these cases—the entry of the *Order and Judgment Confirming Modified Eighth Amended Title III Joint Plan of Adjustment of the Commonwealth of Puerto Rico, the Employees Retirement System of the Government of the Commonwealth of Puerto Rico, and the Puerto Rico Public Buildings Authority* [Dkt. No. 19813] (the “**Plan Confirmation Order**”)—signaling, at the least, the beginning of the end of the Title III proceedings of three Debtors. The professional fee review and approval process necessarily lags behind the proceedings by *at least* four months, and the Fee Examiner does not anticipate substantial completion of the fee process in the Commonwealth, ERS, and PBA cases until the fourth quarter of calendar year 2022.

Nonetheless, the Fee Examiner already has issued a post-confirmation memorandum to all professionals outlining a proposed approach and timeline for the final application process. To reduce inefficiencies in reconciling adjustments in the interim and final fee periods, professionals have been asked to complete the interim compensation process prior to submitting a final fee application—approximately 120 days after an anticipated March 15, 2022 Effective Date. Subject to revision as further discussed below, this is the Fee Examiner’s proposed schedule:

Fee Period	Fourteenth Interim	Fifteenth Interim <sup>2</sup>	Final - Commonwealth	Final-ERS	Final-PBA
Fee Period Dates	October 1, 2021-January 31, 2022	February 1, 2022-Plan Effective Date <sup>3</sup>	May 3, 2017 – Plan Effective Date	May 5, 2017 – Plan Effective Date	September 29, 2019 – Plan Effective Date
End of Compensation Period	January 31, 2022	Plan Effective Date	Plan Effective Date		
Fee Applications Due	March 15, 2022	45 days after Plan Effective Date <sup>4</sup>	120 days after Plan Effective Date <sup>5</sup>		
Amended Final Fee Applications Due <sup>6</sup>			August 31, 2022		
Summary Report Filed with the Court	June 22, 2022	August 3, 2022	October 26, 2022 or December 7, 2022		
Fee Hearing Dates	June 29, 2022	August 10, 2022	November 2, 2022 or December 14, 2022		

### PRRADA: PROCESS AND EFFECT

The Court’s *Order Directing Parties to Meet and Confer Regarding the Enactment of the Puerto Rico Recovery Accuracy in Disclosures Act* [Dkt. No. 19860] identifies an additional

<sup>2</sup> For professionals continuing work on the PREPA and HTA cases, the Fifteenth Interim Fee Period will remain four months long, from February 1-May 31, 2022. Fifteenth Interim Fee Period applications for PREPA and HTA work will be due, as always, around 45 days after the end of the fee period—July 15, 2022, with reporting to the Court expected in connection with the October 26 omnibus hearing.

<sup>3</sup> For purposes of this report, the Plan Effective Date is presumed to be on or around March 15, 2022, the date noted by Executive Director Natalie Jaresko at the Oversight Board’s January 18, 2022 news conference.

<sup>4</sup> This deadline probably will be on or around April 30, 2022.

<sup>5</sup> The Plan Confirmation Order states that “except as provided herein or in the Plan, each Professional must file its application for final allowance of compensation for professional services rendered and reimbursement of expenses on or prior to the date that is one hundred twenty (120) days following the Effective Date.” The Fee Examiner expects this date will be on or around July 15, 2022.

<sup>6</sup> The deadline to file final fee applications pursuant to the Plan Confirmation Order probably will occur prior to the conclusion of reporting and approval of Fifteenth Interim Fee Period Applications, and the Fee Examiner has requested that all professionals submit an amended Final Fee Application on August 31, 2022, after the Court has entered orders awarding Fifteenth Interim Fee Period compensation. This will allow professionals to request, as final compensation, the sum of all court approved interim fees, without necessary adjustment for Fourteenth or Fifteenth interim fee period disallowances.

component of the final fee process added by law last week. Pub. L. 117-82. Consistent with the Court's order, the parties met and conferred for about 45 minutes, this morning, to address the new disclosure requirements under Fed. R. Bankr. P. 2014—now for the first time applicable to professionals seeking compensation under PROMESA. As ordered, counsel for the Oversight Board, the Fee Examiner, and the Office of the United States Trustee will file a joint informative motion no later than January 31, 2022 addressing the Court's questions and directions, including any necessary amendments to the review and approval process to ensure compliance with PRRADA as well as PROMESA.

### **THIRTEENTH INTERIM (AND PRIOR) FEE PERIOD APPLICATIONS**

PRRADA applies only to “fee applications filed after [its] enactment [on January 20, 2022].” At least 151 interim fee applications—spanning nine interim fee periods and including roughly 40 professionals—remain pending, all publicly-disclosed in prior reports. All were filed prior to PRRADA's enactment. This total includes applications for the Thirteenth Interim Fee Period recommended for approval or deferral in connection with this report. As such, the unanswered questions regarding PRRADA's impact do not preclude entry of the proposed order submitted with this report because the applications itemized therein (and many others) were filed prior to enactment.

Turning to the Thirteenth Interim Compensation Period (June 1, 2021-September 30, 2021), the Fee Examiner again recommends the approval of a group of interim fee applications and the deferral of a number of applications to March 23, 2022 or a subsequent omnibus hearing date to allow for delayed data submission by the professionals and continued review and discussion of those applications.

With this report, the Fee Examiner:

--Recommends Court approval of the interim fee applications detailed on **Exhibit A**; and

--Notifies the Court, consistent with paragraphs 2.h and 2.k of the *Second Amended Order Setting Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Dkt. No. 3269] (the “**Interim Compensation Order**”), that the Fee Examiner and the applicants listed on **Exhibit B** and **Exhibit C** are in productive discussions and—to continue their dialogue—have agreed to adjourn their consideration to the March 23, 2022 omnibus hearing or another date convenient for the Court.

**Exhibit A** lists nine interim fee applications recommended for the Court’s approval, with adjustment, and **Exhibit B** identifies those pending interim applications recommended for deferral, including those filed after the Fee Examiner’s deadlines or initially supported by incomplete data or documentation but before PRRADA. **Exhibit C** lists one remaining final COFINA fee application recommended for deferral.

### **RELIEF REQUESTED**

Once again in the continued absence of any objection, the Fee Examiner recommends that the Court approve, under PROMESA sections 316 and 317, the applications listed on **Exhibit A** and permit the deferral of the applications listed on **Exhibits B** and **C** to the omnibus hearing scheduled for March 23, 2022 or a later date. Attached to this report as **Attachment 1** is a proposed order consistent with the recommendations above, should the Court wish to enter it in advance of the upcoming omnibus hearing.

Dated: January 26, 2022.

**WE HEREBY CERTIFY** that on this date, we electronically filed the foregoing report with the Clerk of the Court using the CM/ECF system that will send notification of such filing to all attorneys of record registered in the use of the CM/ECF system.

EDGE Legal Strategies, PSC

s/Eyck O. Lugo

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In re: The Financial Oversight and Management Board for Puerto Rico, as a representative of  
The Commonwealth of Puerto Rico, et al.  
PROMESA Title III No. 17 BK 3283-LTS

**Tenth - Thirteenth Fee Period Applications RECOMMENDED:**

	Applicant	Compensation Period	Interim Fees Requested	Fee Examiner's Recommended Fee Adjustments	Interim Expenses Requested	Fee Examiner's Recommended Expense Adjustments		Interim Fees Recommended for Approval	Interim Expenses Recommended for Approval
<b>Tenth Interim Fee Period (June 1, 2020 - September 30, 2020)</b>									
	<i>Consulting Services to FOMB - PREPA</i>								
1	Berkeley Research Group, LLC [Dkt. No. 19511 and 17-4780 Dkt. No. 2668]	6/1 - 9/30/2020	\$ 204,624.00	\$ -	\$ 581.76	\$ -		\$ 204,624.00	\$ 581.76
<b>Twelfth Interim Fee Period (February 1, 2021 - May 31, 2021)</b>									
	<i>Puerto Rico Counsel to PREPA</i>								
2	Diaz & Vazquez Law Firm, P.S.C. [Dkt. No. 17405 and 17-4780 Dkt. No. 2560]	2/1/2021 - 5/31/2021	\$ 1,989,845.00	\$ 7,728.00	\$ 6,554.35	\$ -		\$ 1,982,117.00	\$ 6,554.35
<b>Thirteenth Interim Fee Period (June 1, 2021 - September 30, 2021)</b>									
	<i>Local Conflicts Counsel to the FOMB</i>								
3-a	Cardona Fernandez, Ileana C. [Dkt. No. 19191]	6/1/2021 - 9/30/2021	\$ 6,030.00	\$ 742.50	\$ -	\$ -	FN1	\$ 5,287.50	\$ -
	<i>Local Conflicts Counsel to the FOMB - PREPA</i>								
3-b	Cardona Fernandez, Ileana C. [17-4780 Dkt. No. 2651]	6/1/2021 - 9/30/2021	\$ 1,202.50	\$ -	\$ -	\$ -		\$ 1,202.50	\$ -
	<i>Local Conflicts Counsel to the Official Committee of Unsecured Creditors</i>								
4	Casillas, Santiago & Torres, LLC [Dkt. No. 19229]	6/1/2021 - 9/30/2021	\$ 246,337.00	\$ -	\$ 4,119.51	\$ -		\$ 246,337.00	\$ 4,119.51
	<i>Communications Advisor to the Official Committee of Unsecured Creditors</i>								
5	Kroma Advertising, Inc. [Dkt. No. 19236]	5/16/2021 - 9/15/2021	\$ 70,000.00	\$ -	\$ -	\$ -		\$ 70,000.00	\$ -
	<i>Special Counsel to the FOMB</i>								
6	Luskin, Stern & Eisler LLP [Dkt. No. 19215]	6/1/2021 - 9/30/2021	\$ 15,340.00	\$ -	\$ -	\$ -		\$ 15,340.00	\$ -
	<i>Financial Advisor to the Mediation Team</i>								
7	Phoenix Management Services, LLC [Dkt. No. 19209]	5/31/2021 - 10/3/2021	\$ 77,674.80	\$ 1,201.20	\$ -	\$ -		\$ 76,473.60	\$ -
	<i>Actuaries and Consultants to the Official Committee of Retired Employees</i>								
8	Segal Consulting [Dkt. No. 19227]	6/1/2021 - 9/30/2021	\$ 189,375.00	\$ 8,452.25	\$ -	\$ -		\$ 180,922.75	\$ -
	<i>Macroeconomic Consultant to the FOMB</i>								
9	Wolfe, Andrew [Dkt. No. 19086]	6/1/2021 - 9/30/2021	\$ 55,405.00	\$ -	\$ 1,530.00	\$ -		\$ 55,405.00	\$ 1,530.00

**FN1** - In addition to the \$5,670.00 in fees requested for thirteenth interim period services, total fees requested and total fees recommended for interim allowance both include \$360.00 not previously requested in the eleventh interim period application [Dkt. No. 15999], supplementing a previous interim compensation order [Dkt. No. 17646] on that application. For further explanation see professional's request to supplement order in the application [Dkt. No. 19191 at p. 14, ¶ 42].

In re: The Financial Oversight and Management Board for Puerto Rico, as a representative of  
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PROMESA Title III No. 17 BK 3283-LTS

**Fifth - Thirteenth Fee Period Applications DEFERRED:**

Applicant	Compensation Period	Interim Fees Requested	Fee Examiner's Recommended Fee Adjustments	Interim Expenses Requested	Fee Examiner's Recommended Expense Adjustments	Interim Fees Recommended for Approval	Interim Expenses Recommended for Approval
<b>Fifth Interim Fee Period (October 1, 2018 - January 31, 2019)</b>							
<i>Financial Advisors to Commonwealth</i>							
1-a Ankura Consulting Group, LLC [Dkt. No. 8454]	10/1/2018 - 1/31/2019	\$ 3,223,148.50		\$ 181,809.03			
<i>Financial Advisors to PREPA</i>							
1-b Ankura Consulting Group, LLC [17-4780 Dkt. No. 1137]	10/1/2018 - 1/31/2019	\$ 3,080,936.50		\$ 228,902.66			
<i>Puerto Rico Counsel for PREPA</i>							
2 Cancio Nadal Rivera & Diaz P.S.C. [Dkt. No. 5810 and 17-4780 Dkt. No. 1133]	10/1/2018 - 1/31/2019	\$ 541,280.00		\$ 756.22			
<i>Investment Banker and Financial Advisor to FOMB</i>							
3 Citigroup Global Markets Inc. [Dkt. No. 14522]	10/1/2018 - 1/31/2019	\$ 1,975,000.00		\$ 41,623.98			
<i>Debtors' Consultant</i>							
4 Deloitte Consulting LLP [Dkt. No. 9275]	10/01/2018 - 1/31/2019	\$ 1,757,608.44		\$ 304,050.65			
<b>Sixth Interim Fee Period (February 1 - May 31, 2019)</b>							
<i>Financial Advisors to Commonwealth</i>							
5-a Ankura Consulting Group, LLC [Dkt. No. 12180]	2/1 - 5/31/2019	\$ 4,069,840.50		\$ 219,612.81			
<i>Financial Advisors to PREPA</i>							
5-b Ankura Consulting Group, LLC [17-4780 Dkt. No. 1604]	2/1 - 5/31/2019	\$ 2,890,183.50		\$ 276,996.38			
<i>Investment Banker and Financial Advisor to FOMB</i>							
6 Citigroup Global Markets Inc. [Dkt. No. 14523]	2/1 - 5/31/2019	\$ 4,300,000.00		\$ 26,187.61			
<i>Special Counsel to FOMB - PREPA</i>							
7 Nixon Peabody LLP [Dkt. No. 9538]	2/1 - 5/31/2019	\$ 371,931.00		\$ -			
<i>Counsel to AAFAF - Commonwealth</i>							
8-a O'Melveny & Myers [Dkt. No. 8180]	2/1 - 5/31/2019	\$ 2,873,762.15		\$ 244,200.68			
<i>Counsel to AAFAF - HTA</i>							
8-b O'Melveny & Myers [17-3567 Dkt. No. 615]	2/1 - 5/31/2019	\$ 85,817.14		\$ 1,037.31			
<i>Counsel for AAFAF - ERS</i>							
8-c O'Melveny & Myers [17-3566 Dkt. No. 658]	2/1 - 5/31/2019	\$ 2,292,671.25		\$ 64,457.00			
<i>Counsel to AAFAF - PREPA</i>							
8-d O'Melveny & Myers [17-4780 Dkt. No. 1489]	2/1 - 5/31/2019	\$ 4,809,921.59		\$ 129,968.65			
<i>Investment Banker and Financial Advisor to FOMB</i>							
9 PJT Partners LP [Dkt. No. 8014]	2/1 - 5/31/2019	\$ 5,000,000.00		\$ 333.16			
<b>Seventh Interim Fee Period (June 1 - September 30, 2019)</b>							
<i>Financial Advisors to Commonwealth</i>							
10-a Ankura Consulting Group, LLC [Dkt. No. 13725]	6/1 - 9/30/2019	\$ 5,355,672.59		\$ 309,366.13			
<i>Financial Advisors to PREPA</i>							
10-b Ankura Consulting Group, LLC [17-4780 Dkt. No. 1788]	6/1 - 9/30/2019	\$ 2,778,349.50		\$ 230,089.53			
<i>Claims Counsel to FOMB - Commonwealth</i>							
11-a Brown Rudnick LLP [Dkt. No. 9316]	6/1 - 9/30/2019	\$ 1,261,053.00		\$ 205,804.25			
<i>Claims Counsel to FOMB - HTA</i>							
11-b Brown Rudnick LLP [17-3567 Dkt. No. 654]	6/1 - 9/30/2019	\$ 2,817.00		\$ -			
<i>Claims Counsel to FOMB - ERS</i>							
11-c Brown Rudnick LLP [17-3566 Dkt. No. 717]	6/1 - 9/30/2019	\$ 29,348.00		\$ -			
<i>Claims Counsel to FOMB - PREPA</i>							
11-d Brown Rudnick LLP [17-4780 Dkt. No. 1778]	6/1 - 9/30/2019	\$ 439,667.00		\$ 9,138.57			
<i>Investment Banker and Financial Advisor to FOMB</i>							
12 Citigroup Global Markets Inc. [Dkt. No. 16155]	6/1 - 9/30/2019	\$ 4,705,000.00		\$ 813,391.60			



In re: The Financial Oversight and Management Board for Puerto Rico, as a representative of  
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PROMESA Title III No. 17 BK 3283-LTS

**Fifth - Thirteenth Fee Period Applications DEFERRED:**

Applicant	Compensation Period	Interim Fees Requested	Fee Examiner's Recommended Fee Adjustments	Interim Expenses Requested	Fee Examiner's Recommended Expense Adjustments	Interim Fees Recommended for Approval	Interim Expenses Recommended for Approval
<i>Special Counsel to FOMB - PREPA</i>							
13 Nixon Peabody LLP [Dkt. No. 9539]	6/1 - 9/30/2019	\$ 80,805.00		\$ -			
<i>Counsel to AAFAF - Commonwealth</i>							
14-a O'Melveny & Myers [Dkt. No. 9332]	6/1 - 9/30/2019	\$ 5,369,124.54		\$ 183,905.55			
<i>Counsel to AAFAF - HTA</i>							
14-b O'Melveny & Myers [17-3567 Dkt. No. 657]	6/1 - 9/30/2019	\$ 58,957.87		\$ 2,178.58			
<i>Counsel to AAFAF - ERS</i>							
14-c O'Melveny & Myers [17-3566 Dkt. No. 724]	6/1 - 9/30/2019	\$ 512,322.11		\$ 56,015.15			
<i>Counsel to AAFAF - PREPA</i>							
14-d O'Melveny & Myers [Dkt. No. 9354 and 17-04780 Dkt. No. 1786]	6/1 - 9/30/2019	\$ 3,574,768.47		\$ 126,501.00			
<i>Investment Banker and Financial Advisor to FOMB</i>							
15 PJT Partners LP [Dkt. No. 9215]	6/1 - 9/30/2019	\$ 5,000,000.00		\$ 6,980.89			
<b>Eighth Interim Fee Period (October 1, 2019 - January 31, 2020)</b>							
<i>Financial Advisors to Commonwealth</i>							
16-a Ankura Consulting Group, LLC [Dkt. No. 14031]	10/1/2019 - 1/31/2020	\$ 4,568,311.20		\$ 226,836.98			
<i>Financial Advisors to PREPA</i>							
16-b Ankura Consulting Group, LLC [17-4780 Dkt. No. 1977]	10/1/2019 - 1/31/2020	\$ 2,129,389.00		\$ 170,218.54			
<i>Claims Counsel to FOMB - Commonwealth</i>							
17-a Brown Rudnick LLP [Dkt. No. 12847]	10/1/2019 - 1/31/2020	\$ 643,562.50		\$ 40,133.81			
<i>Claims Counsel to FOMB - ERS</i>							
17-b Brown Rudnick LLP [17-3566 Dkt. No. 864]	10/1/2019 - 1/31/2020	\$ 178,082.50		\$ 598.20			
<i>Claims Counsel to FOMB - HTA</i>							
17-c Brown Rudnick LLP [17-3567 Dkt. No. 766]	10/1/2019 - 1/31/2020	\$ 2,885.00		\$ -			
<i>Claims Counsel to FOMB - PREPA</i>							
17-d Brown Rudnick LLP [17-4780 Dkt. No. 1965]	10/1/2019 - 1/31/2020	\$ 261,844.00		\$ 2,889.11			
<i>Investment Banker and Financial Advisor to FOMB</i>							
18 Citigroup Global Markets Inc. [Dkt. No. 16156]	10/1/2019 - 1/31/2020	\$ 4,840,000.00		\$ 1,206.00			
<i>Special Counsel to FOMB - PREPA</i>							
19 Nixon Peabody LLP [Dkt. No. 13600]	10/1/2019 - 1/31/2020	\$ 80,352.00		\$ -			
<i>Counsel to AAFAF - Commonwealth</i>							
20-a O'Melveny & Myers [Dkt. No. 12907]	10/1/2019 - 1/31/2020	\$ 3,667,195.71		\$ 161,626.21			
<i>Counsel to AAFAF - HTA</i>							
20-b O'Melveny & Myers [17-3567 Dkt. No. 770]	10/1/2019 - 1/31/2020	\$ 193,824.05		\$ 3,277.17			
<i>Counsel to AAFAF - ERS</i>							
20-c O'Melveny & Myers [17-3566 Dkt. No. 873]	10/1/2019 - 1/31/2020	\$ 1,825,934.30		\$ 46,865.14			
<i>Counsel to AAFAF - PREPA</i>							
20-d O'Melveny & Myers [17-04780 Dkt. No. 1970]	10/1/2019 - 1/31/2020	\$ 2,610,546.25		\$ 145,263.53			
<i>Investment Banker and Financial Advisor to FOMB</i>							
21 PJT Partners LP [Dkt. No. 12401]	10/1/2019 - 1/31/2020	\$ 5,000,000.00		\$ 19,449.79			
<i>Counsel to Debtors - Commonwealth</i>							
22-a Proskauer Rose LLP [Dkt. No. 12831]	10/1/2019 - 1/31/2020	\$ 11,904,959.70		\$ 488,281.95			
<i>Counsel to Debtors - ERS</i>							
22-b Proskauer Rose LLP [Dkt. No. 12833 and 17-3566 Dkt. No. 862]	10/1/2019 - 1/31/2020	\$ 1,732,608.90		\$ 72,528.81			
<i>Counsel to Debtors - HTA</i>							
22-c Proskauer Rose LLP [Dkt. No. 12827 and 17-3567 Dkt. No. 764]	10/1/2019 - 1/31/2020	\$ 2,967,593.10		\$ 82,253.31			

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PROMESA Title III No. 17 BK 3283-LTS

**Fifth - Thirteenth Fee Period Applications DEFERRED:**

Applicant	Compensation Period	Interim Fees Requested	Fee Examiner's Recommended Fee Adjustments	Interim Expenses Requested	Fee Examiner's Recommended Expense Adjustments	Interim Fees Recommended for Approval	Interim Expenses Recommended for Approval
<i>Counsel to Debtors - PBA</i>							
22-d Proskauer Rose LLP [Dkt. No. 12835 and 19-5523 Dkt. No. 70]	9/1/2019 - 1/31/2020	\$ 264,301.80		\$ 105.80			
<i>Counsel to Debtors - PREPA</i>							
22-e Proskauer Rose LLP [Dkt. No. 12829 and 17-4780 Dkt. No. 1963]	10/1/2019 - 1/31/2020	\$ 5,694,120.30		\$ 316,994.84			
<b>Ninth Interim Fee Period (February 1, 2020 - May 31, 2020)</b>							
<i>Financial Advisors to Commonwealth</i>							
23-a Ankura Consulting Group, LLC [Dkt. No. 14924]	2/1 - 5/31/2020	\$ 4,634,422.41		\$ 62,803.01			
<i>Financial Advisors to PREPA</i>							
23-b Ankura Consulting Group, LLC [Dkt. No. 15472 and 17-4780 Dkt. No. 2343]	2/1 - 5/31/2020	\$ 2,151,665.50		\$ 50,582.41			
<i>Claims Counsel to FOMB - Commonwealth</i>							
24-a Brown Rudnick LLP [Dkt. No. 15765]	2/1 - 5/31/2020	\$ 514,656.00		\$ 2,767.12			
<i>Claims Counsel to FOMB - ERS</i>							
24-b Brown Rudnick LLP [17-3566 Dkt. No. 1070]	2/1 - 5/31/2020	\$ 373,027.50		\$ 7,554.43			
<i>Claims Counsel to FOMB - HTA</i>							
24-c Brown Rudnick LLP [17-3567 Dkt. No. 965]	2/1 - 5/31/2020	\$ 1,471.00		\$ -			
<i>Claims Counsel to FOMB - PREPA</i>							
24-d Brown Rudnick LLP [17-4780 Dkt. No. 2373]	2/1 - 5/31/2020	\$ 28,170.00		\$ -			
<i>Investment Banker and Financial Advisor to FOMB</i>							
25 Citigroup Global Markets Inc. [Dkt. No. 16157]	2/1 - 5/31/2020	\$ 4,840,000.00		\$ 9,354.30			
<i>Special Counsel to FOMB - PREPA</i>							
26 Nixon Peabody LLP [Dkt. No. 15553]	2/1 - 5/31/2020	\$ 145,126.50		\$ -			
<i>Counsel to AAFAF - Commonwealth</i>							
27-a O'Melveny & Myers [Dkt. No. 14179]	2/1 - 5/31/2020	\$ 7,065,558.67		\$ 211,500.79			
<i>Counsel to AAFAF - ERS</i>							
27-b O'Melveny & Myers [17-3566 Dkt. No. 967]	2/1 - 5/31/2020	\$ 2,486,200.45		\$ 51,467.03			
<i>Counsel to AAFAF - HTA</i>							
27-c O'Melveny & Myers [17-3567 Dkt. No. 920]	2/1 - 5/31/2020	\$ 135,148.72		\$ 4,217.61			
<i>Counsel to AAFAF - PREPA</i>							
27-d O'Melveny & Myers [17-4780 Dkt. No. 2175]	2/1 - 5/31/2020	\$ 1,036,139.40		\$ 129,247.99			
<i>Local Counsel to the FOMB</i>							
28 O'Neill & Borges LLC [Dkt. No. 16782]	2/1 - 5/31/2020	\$ 455,558.85		\$ 509.09			
<i>Investment Banker and Financial Advisor to FOMB</i>							
29 PJT Partners LP [Dkt. No. 14041]	2/1 - 5/31/2020	\$ 5,000,000.00		\$ 30,021.86			
<i>Counsel to Debtors - Commonwealth</i>							
30-a Proskauer Rose LLP [Dkt. No. 14348]	2/1 - 5/31/2020	\$ 16,498,056.60		\$ 812,642.95			
<i>Counsel to Debtors - ERS</i>							
30-b Proskauer Rose LLP [Dkt. No. 14350 and 17-3566 Dkt. No. 988]	2/1 - 5/31/2020	\$ 1,866,775.20		\$ 49,926.81			
<i>Counsel to Debtors - HTA</i>							
30-c Proskauer Rose LLP [Dkt. No. 14352 and 17-3567 Dkt. No. 925]	2/1 - 5/31/2020	\$ 657,568.80		\$ 27,280.77			
<i>Counsel to Debtors - PBA</i>							
30-d Proskauer Rose LLP [Dkt. No. 14356 and 19-5523 Dkt. No. 96]	2/1 - 5/31/2020	\$ 162,451.80		\$ 443.90			
<i>Counsel to Debtors - PREPA</i>							
30-e Proskauer Rose LLP [Dkt. No. 14354 and 17-4780 Dkt. No. 2208]	2/1 - 5/31/2020	\$ 2,997,464.10		\$ 255,819.76			
<b>Tenth Interim Fee Period (June 1, 2020 - September 30, 2020)</b>							
<i>Financial Advisors to Commonwealth</i>							
31-a Ankura Consulting Group, LLC [Dkt. No. 18095]	6/1 - 9/30/2020	\$ 5,079,515.26		\$ -			

In re: The Financial Oversight and Management Board for Puerto Rico, as a representative of  
The Commonwealth of Puerto Rico, et al.  
PROMESA Title III No. 17 BK 3283-LTS

**Fifth - Thirteenth Fee Period Applications DEFERRED:**

	Applicant	Compensation Period	Interim Fees Requested	Fee Examiner's Recommended Fee Adjustments	Interim Expenses Requested	Fee Examiner's Recommended Expense Adjustments		Interim Fees Recommended for Approval	Interim Expenses Recommended for Approval
	<i>Financial Advisors to PREPA</i>								
31-b	Ankura Consulting Group, LLC [17-4780 Dkt. No. 2377]	6/1 - 9/30/2020	\$ 2,119,759.50		\$ -				
	<i>Claims Counsel to FOMB - Commonwealth</i>								
21-a	Brown Rudnick LLP [Dkt. No. 16282]	6/1 - 9/30/2020	\$ 400,158.00		\$ 2,923.99				
	<i>Claims Counsel to FOMB - ERS</i>								
32-b	Brown Rudnick LLP [17-3566 Dkt. No. 1117]	6/1 - 9/30/2020	\$ 194,704.00		\$ 195,408.96				
	<i>Claims Counsel to FOMB - HTA</i>								
32-c	Brown Rudnick LLP [17-3567 Dkt. No. 999]	6/1 - 9/30/2020	\$ 162.00		\$ -				
	<i>Claims Counsel to FOMB - PREPA</i>								
32-d	Brown Rudnick LLP [17-4780 Dkt. No. 2425]	6/1 - 9/30/2020	\$ 54,363.00		\$ 71.33				
	<i>Investment Banker and Financial Advisor to FOMB</i>								
33	Citigroup Global Markets Inc. [Dkt. No. 16158]	6/1 - 9/30/2020	\$ 4,840,000.00		\$ 7,115.40				
	<i>Special Counsel to FOMB - PREPA</i>								
34	Nixon Peabody LLP [Dkt. No. 15554]	6-1 - 9/30/2020	\$ 350,033.00		\$ -				
	<i>Counsel to AAFAF - Commonwealth</i>								
35-a	O'Melveny & Myers LLP [Dkt. No. 15477]	6/1 - 9/30/2020	\$ 3,523,753.04		\$ 210,123.92				
	<i>Counsel to AAFAF - ERS</i>								
35-b	O'Melveny & Myers LLP [Dkt. No. 15481 and 17-3566 Dkt. No. 1048]	6/1 - 9/30/2020	\$ 1,426,389.95		\$ 74,371.80				
	<i>Counsel to AAFAF - HTA</i>								
35-c	O'Melveny & Myers LLP [Dkt. No. 15482 and 17-3567 Dkt. No. 952]	6/1 - 9/30/2020	\$ 88,672.00		\$ 2,182.88				
	<i>Local Counsel to the FOMB</i>								
36	O'Neill & Borges LLC [Dkt. No. 17660]	6/1 - 9/30/2020	\$ 283,425.75		\$ 3,968.93				
	<i>Investment Banker and Financial Advisor to FOMB</i>								
37	PJT Partners LP [Dkt. No. 15577]	6/1 - 9/30/2020	\$ 5,000,000.00		\$ 2,426.81				
	<i>Counsel to Debtors - Commonwealth</i>								
38-a	Proskauer Rose LLP [Dkt. No. 16143]	6/1 - 9/30/2020	\$ 14,735,103.90		\$ 556,621.24				
	<i>Counsel to Debtors - ERS</i>								
38-b	Proskauer Rose LLP [Dkt. No. 16144 and 17-3566 Dkt. No. 1112]	6/1 - 9/30/2020	\$ 3,127,593.90		\$ 93,500.38				
	<i>Counsel to Debtors - HTA</i>								
38-c	Proskauer Rose LLP [Dkt. No. 16146 and 17-3567 Dkt. No. 996]	6/1 - 9/30/2020	\$ 389,151.90		\$ 37,317.45				
	<i>Counsel to Debtors - PBA</i>								
38-d	Proskauer Rose LLP [Dkt. No. 16150 and 19-5523 Dkt. No. 110]	6/1 - 9/30/2020	\$ 27,642.00		\$ -				
	<i>Counsel to Debtors - PREPA</i>								
38-e	Proskauer Rose LLP [Dkt. No. 16148 and 17-4780 Dkt. No. 2410]	6/1 - 9/30/2020	\$ 3,938,373.60		\$ 144,038.33				
	<b>Eleventh Interim Fee Period (October 1, 2020 - January 31, 2021)</b>								
	<i>Financial Advisors - Commonwealth</i>								
39-a	Ankura Consulting Group, LLC [Dkt. No. 18168]	10/1/2020 - 1/31/2021	\$ 4,613,452.36		\$ 68,005.73				
	<i>Financial Advisors - PREPA</i>								
39-b	Ankura Consulting Group, LLC [Dkt. No. 17831]	10/1/2020 - 1/31/2021	\$ 1,850,867.90		\$ 36,019.70				
	<i>Economic Consultant to Proskauer Rose LLP as Counsel to FOMB - PREPA</i>								
40	Brattle Group, Inc., The [Dkt. No. 16075 and 17-4780 Dkt. No. 2399]	9/1/2020 - 1/31/2021	\$ 986,673.50		\$ 5,687.50				
	<i>Claims Counsel to FOMB - Commonwealth</i>								
41-a	Brown Rudnick LLP [Dkt. No. 17447]	10/1/2020 - 1/31/2021	\$ 612,405.00		\$ 2,238.65				
	<i>Claims Counsel to FOMB - ERS</i>								
41-b	Brown Rudnick LLP [17-3566 Dkt. No. 1186]	10/1/2020 - 1/31/2021	\$ 43,511.00		\$ 10,535.60				

In re: The Financial Oversight and Management Board for Puerto Rico, as a representative of  
The Commonwealth of Puerto Rico, et al.  
PROMESA Title III No. 17 BK 3283-LTS

**Fifth - Thirteenth Fee Period Applications DEFERRED:**

Applicant	Compensation Period	Interim Fees Requested	Fee Examiner's Recommended Fee Adjustments	Interim Expenses Requested	Fee Examiner's Recommended Expense Adjustments	Interim Fees Recommended for Approval	Interim Expenses Recommended for Approval
<i>Claims Counsel to FOMB - PREPA</i>							
41-c Brown Rudnick LLP [17-4780 Dkt. No. 2564]	10/1/2020 - 1/31/2021	\$ 29,826.00		\$ 34.17			
<i>Debtors' Service Agent</i>							
42 Epiq Corporate Restructuring, LLC and Epiq eDiscovery Solutions [Dkt. No. 18293]	9/1/2020 - 1/31/2021	\$ 18,473.90		\$ 39,669.47			
<i>Attorneys for FOMB</i>							
43 Munger, Tolles & Olson LLP [Dkt. No. 17553]	2/1/2020 - 11/30/2020	\$ 103,642.16		\$ 9,505.50			
<i>Counsel to AAFAF - Commonwealth</i>							
44-a O'Melveny & Myers LLP [Dkt. No. 16768]	10/1/2020 - 1/31/2021	\$ 3,401,048.00		\$ 181,441.88			
<i>Counsel to AAFAF - ERS</i>							
44-b O'Melveny & Myers LLP [Dkt. No. 16769]	10/1/2020 - 1/31/2021	\$ 712,225.00		\$ 93,367.41			
<i>Counsel to AAFAF - HTA</i>							
44-c O'Melveny & Myers LLP [Dkt. No. 16770]	10/1/2020 - 1/31/2021	\$ 73,920.50		\$ 4,409.76			
<i>Local Counsel to the FOMB</i>							
45 O'Neill & Borges LLC [Dkt. No. 18127]	10/1/2020 - 1/31/2021	\$ 328,468.50		\$ 3,894.86			
<i>Investment Banker and Financial Advisor to FOMB</i>							
46 PJT Partners LP [Dkt. No. 16945]	10/1/2020 - 1/31/2021	\$ 5,000,000.00		\$ -			
<i>Counsel to Debtors - Commonwealth</i>							
47-a Proskauer Rose LLP [Dkt. No. 17587]	10/1/2020 - 1/31/2021	\$ 11,164,006.40		\$ 438,081.14			
<i>Counsel to Debtors - ERS</i>							
47-b Proskauer Rose LLP [Dkt. No. 17589 and 17-3566 Dkt. No. 1194]	10/1/2020 - 1/31/2021	\$ 1,308,558.00		\$ 141,875.63			
<i>Counsel to Debtors - HTA</i>							
47-c Proskauer Rose LLP [Dkt. No. 17591 and 17-3567 Dkt. No. 1056]	10/1/2020 - 1/31/2021	\$ 1,790,417.60		\$ 78,072.78			
<i>Counsel to Debtors - PBA</i>							
47-d Proskauer Rose LLP [Dkt. No. 17596 and 19-5523 Dkt. No. 166]	10/1/2020 - 1/31/2021	\$ 12,769.50		\$ 344.00			
<i>Counsel to Debtors - PREPA</i>							
47-e Proskauer Rose LLP [Dkt. No. 17592 and 17-4780 Dkt. No. 2573]	10/1/2020 - 1/31/2021	\$ 3,859,914.50		\$ 129,277.60			
<b>Twelfth Interim Fee Period (February 1, 2021 - May 31, 2021)</b>							
<i>Financial Advisors - PREPA</i>							
48 Ankura Consulting Group, LLC [Dkt. No. 19189, 19634 and 17-4780 Dkt. No. 2650]	2/1/2021 - 5/31/2021	\$ 5,901,035.25		\$ 196,557.40			
<i>Economic Consultant to Proskauer Rose LLP as Counsel to FOMB - AAFAF</i>							
49 Brattle Group, Inc., The [Dkt. No. 17393]	2/1/2021 - 5/31/2021	\$ 90,518.62		\$ -			
<i>Claims Counsel to FOMB - Commonwealth</i>							
50-a Brown Rudnick LLP [Dkt. No. 17740]	2/1/2021 - 5/31/2021	\$ 537,973.00		\$ 2,328.07			
<i>Claims Counsel to FOMB - ERS</i>							
50-b Brown Rudnick LLP [17-3566 Dkt. No. 1208]	2/1/2021 - 5/31/2021	\$ 57,377.00		\$ 5,493.50			
<i>Claims Counsel to FOMB - PREPA</i>							
50-c Brown Rudnick LLP [17-4780 Dkt. No. 2592]	2/1/2021 - 5/31/2021	\$ 8,687.00		\$ -			
<i>Debtors' Service Agent</i>							
51 Epiq Corporate Restructuring, LLC and Epiq eDiscovery Solutions [Dkt. No. 18296]	2/1/2021 - 5/31/2021	\$ 17,199.60		\$ 31,571.53			
<i>Financial Advisor to FOMB</i>							
52 Ernst & Young LLP [Dkt. No. 18066 & 18454 & 18494]	2/1/2021 - 5/31/2021	\$ 10,021,758.20		\$ 1,769.80			
<i>Puerto Rico Counsel to the AAFAF</i>							
53 Marini Pietrantoni Muniz LLC [Dkt. No. 17357]	2/1/2021 - 5/31/2021	\$ 380,863.00		\$ 5,054.48			

In re: The Financial Oversight and Management Board for Puerto Rico, as a representative of  
The Commonwealth of Puerto Rico, et al.  
PROMESA Title III No. 17 BK 3283-LTS

**Fifth - Thirteenth Fee Period Applications DEFERRED:**

Applicant	Compensation Period	Interim Fees Requested	Fee Examiner's Recommended Fee Adjustments	Interim Expenses Requested	Fee Examiner's Recommended Expense Adjustments	Interim Fees Recommended for Approval	Interim Expenses Recommended for Approval
<i>Local Counsel to the FOMB</i>							
54 O'Neill & Borges LLC [Dkt. No. 19412]	2/1/2021 - 5/31/2021	\$ 310,184.10		\$ 7,080.85			
<i>Investment Banker and Financial Advisor to FOMB</i>							
55 PJT Partners LP [Dkt. No. 19494]	2/1/2021 - 5/31/2021	\$ 5,000,000.00		\$ -			
<i>Counsel to Debtors - Commonwealth</i>							
56-a Proskauer Rose LLP [Dkt. No. 19689]	2/1/2021 - 5/31/2021	\$ 17,771,894.20		\$ 972,661.56			
<i>Counsel to Debtors - ERS</i>							
56-b Proskauer Rose LLP [Dkt. No. 19696 and 17-3566 Dkt. No. 1294]	2/1/2021 - 5/31/2021	\$ 412,901.90		\$ 25,150.15			
<i>Counsel to Debtors - HTA</i>							
56-c Proskauer Rose LLP [Dkt. No. 19694 and 17-3567 Dkt. No. 1120]	2/1/2021 - 5/31/2021	\$ 1,189,185.20		\$ 39,430.16			
<i>Counsel to Debtors - PBA</i>							
56-d Proskauer Rose LLP [Dkt. No. 19692 and 19-5523 Dkt. No. 267]	2/1/2021 - 5/31/2021	\$ 29,993.10		\$ -			
<i>Counsel to Debtors - PREPA</i>							
56-e Proskauer Rose LLP [Dkt. No. 19690 and 17-4780 Dkt. No. 2678]	2/1/2021 - 5/31/2021	\$ 5,901,381.30		\$ 184,992.83			
<b>Thirteenth Interim Fee Period (June 1, 2021 - September 30, 2021)</b>							
<i>Advisor to the FOMB - Commonwealth</i>							
57-a Alvarez & Marsal North America, LLC [Dkt. No. 19239]	6/1/2021 - 9/30/2021	\$ 3,859,596.72		\$ 14,017.51			
<i>Advisor to the FOMB - ERS</i>							
57-b Alvarez & Marsal North America, LLC [Dkt. No. 19241 and 17-3566 Dkt. No. 1254]	6/1/2021 - 9/30/2021	\$ 313,623.63		\$ -			
<i>Advisor to the FOMB - HTA</i>							
57-c Alvarez & Marsal North America, LLC [Dkt. No. 19243 and 17-3567 Dkt. No. 1113]	6/1/2021 - 9/30/2021	\$ 140,886.81		\$ -			
<i>Advisor to the FOMB - PBA</i>							
57-d Alvarez & Marsal North America, LLC [Dkt. No. 19245 and 19-5523 Dkt. No. 229]	6/1/2021 - 9/30/2021	\$ 52,055.64		\$ -			
<i>Counsel for the Official Committee of Retired Employees</i>							
58 Bennazar, Garcia & Milian, C.S.P. [Dkt. No. 19222]	6/1/2021 - 9/30/2021	\$ 363,292.50		\$ 6,239.70			
<i>Economic Consultant to Proskauer Rose LLP as Counsel to FOMB - Commonwealth</i>							
59-a Brattle Group, Inc., The [Dkt. No. 19275]	6/1/2021 - 9/30/2021	\$ 629,297.06		\$ 1,500.00			
<i>Economic Consultant to Proskauer Rose LLP as Counsel to FOMB - Assessment of House Bill 3</i>							
59-b Brattle Group, Inc., The [Dkt. No. 19272]	6/1/2021 - 9/30/2021	\$ 24,491.70		\$ -			
<i>Economic Consultant to Proskauer Rose LLP as Counsel to FOMB - Title III Expert Support</i>							
59-c Brattle Group, Inc., The [Dkt. No. 19273]	6/1/2021 - 9/30/2021	\$ 503,859.50		\$ 2,552.70			
<i>Economic Consultant to Proskauer Rose LLP as Counsel to FOMB - Healthcare Acts</i>							
59-d Brattle Group, Inc., The [Dkt. No. 19274]	6/1/2021 - 9/30/2021	\$ 1,372.50		\$ -			
<i>Claims Counsel to the FOMB - Commonwealth</i>							
60-a Brown Rudnick LLP [Dkt. No. 19321]	6/1/2021 - 9/30/2021	\$ 465,491.50		\$ 1,409.10			
<i>Claims Counsel to the FOMB - ERS</i>							
60-b Brown Rudnick LLP [17-3566 Dkt. No. 1263]	6/1/2021 - 9/30/2021	\$ 800.00		\$ -			
<i>Claims Counsel to the FOMB - PREPA</i>							
60-c Brown Rudnick LLP [17-4780 Dkt. No. 2658]	6/1/2021 - 9/30/2021	\$ 91,691.00		\$ 904.90			
<i>Puerto Rico Counsel to PREPA</i>							
61 Diaz & Vazquez Law Firm, P.S.C. [Dkt. No. 19518 and 17-4780 Dkt. No. 2670]	6/1/2021 - 9/30/2021	\$ 2,348,212.50		\$ 17,024.79	\$ -		

In re: The Financial Oversight and Management Board for Puerto Rico, as a representative of  
The Commonwealth of Puerto Rico, et al.  
PROMESA Title III No. 17 BK 3283-LTS

**Fifth - Thirteenth Fee Period Applications DEFERRED:**

	Applicant	Compensation Period	Interim Fees Requested	Fee Examiner's Recommended Fee Adjustments	Interim Expenses Requested	Fee Examiner's Recommended Expense Adjustments		Interim Fees Recommended for Approval	Interim Expenses Recommended for Approval
	<i>Financial Advisor to the FOMB</i>								
62-a	DiCicco, Gulman & Company LLP [Dkt. No. 19195]	6/1/2021 - 9/30/2021	\$ 270,600.00		\$ -				
	<i>Financial Advisor to the FOMB - HTA</i>								
62-b	DiCicco, Gulman & Company LLP [17-3567 Dkt. No. 1111]	6/1/2021 - 9/30/2021	\$ 6,562.50		\$ -				
	<i>Financial Advisor to the FOMB - PBA</i>								
62-c	DiCicco, Gulman & Company LLP [19-5523 Dkt. No. 225]	6/1/2021 - 9/30/2021	\$ 78,412.50		\$ -				
	<i>Financial Advisor to the FOMB - PREPA</i>								
62-d	DiCicco, Gulman & Company LLP [17-4780 Dkt. No. 2653]	6/1/2021 - 9/30/2021	\$ 4,312.50		\$ -				
	<i>Financial Advisor to FOMB</i>								
63	Ernst & Young LLP [Dkt. No. 19849]	6/1/2021 - 9/30/2021	\$ 9,039,848.45		\$ 40,270.76				
	<i>Financial Advisor to the Official Committee of Retired Employees</i>								
64	FTI Consulting, Inc. [Dkt. No. 19224]	6/1/2021 - 9/30/2021	\$ 1,423,793.50		\$ 423,318.39				
	<i>Special Litigation Counsel to the Official Committee of Unsecured Creditors</i>								
65	Genovese Joblove & Battista [Dkt. No. 19219]	6/1/2021 - 9/30/2021	\$ 204,609.00		\$ 33,089.07				
	<i>Counsel to the Official Committee of Retired Employees</i>								
66	Jenner & Block LLP [Dkt. No. 19230]	6/1/2021 - 9/30/2021	\$ 1,591,028.65		\$ 61,375.41				
	<i>Information Agent to the Official Committee of Retired Employees</i>								
67	Marchand ICS Group [Dkt. No. 19226]	6/1/2021 - 9/30/2021	\$ 208,065.00		\$ 18,423.53				
	<i>Local Counsel to AAFAF</i>								
68	Marini Pietrantonio Muniz LLC [Dkt. No. 19223]	6/1/2021 - 9/30/2021	\$ 422,971.50		\$ 3,741.12				
	<i>Counsel to the Official Committee of Unsecured Creditors</i>								
69	Paul Hastings LLP [Dkt. No. 19238]	6/1/2021 - 9/30/2021	\$ 1,950,268.00		\$ 63,942.15				
	<i>Investment Banker and Financial Advisor to FOMB</i>								
70	PJT Partners LP [Dkt. No. 19805]	6/1/2021 - 9/30/2021	\$ 5,000,000.00		\$ -				
	<i>Financial Advisor to the Official Committee of Unsecured Creditors</i>								
71	Zolfo Cooper, LLC [Dkt. No. 19237]	6/1/2021 - 9/30/2021	\$ 907,060.00		\$ -				

In re: The Financial Oversight and Management Board for Puerto Rico, as a representative of  
The Commonwealth of Puerto Rico, et al.  
PROMESA Title III No. 17 BK 3283-LTS

**FINAL Fee Applications DEFERRED:**

Applicant	Compensation Period	Final Fees Requested	Fee Examiner's Recommended Fee Adjustments	Final Expenses Requested	Fee Examiner's Recommended Expense Adjustments	Final Fees Recommended for Approval	Final Expenses Recommended for Approval
Counsel to AAFAF - COFINA							
1 O'Melveny & Myers [17-3284 Dkt. No. 640]	5/5/2017 - 2/12/2019	\$ 8,674,704.03		\$ 78,506.01			

## **ATTACHMENT 1**



**UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO**

**In re**

**THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,**

As a representative of

**THE COMMONWEALTH OF PUERTO RICO  
*et al.*,**

**Debtors.<sup>1</sup>**

) **PROMESA**

) **Title III**

) **No. 17 BK 3283-LTS**

) **(Jointly Administered)**

) **Re:** ECF Dkt. Nos. 17405, 19086, 19191,  
) 19209, 19215, 19227, 19229, 19236, 19511

) Case No. 17-4780 Dkt. Nos. 2560, 2651,  
) 2668

) **Hearing Date:** February 2, 2022 at  
) 10:00 a.m. (AST)

**OMNIBUS ORDER AWARDING: INTERIM ALLOWANCE OF COMPENSATION  
FOR PROFESSIONAL SERVICES RENDERED AND REIMBURSEMENT OF  
EXPENSES FOR THE THIRTEENTH INTERIM (JUNE 1, 2021 – SEPTEMBER 30,  
2021) AND PRIOR COMPENSATION PERIODS**

This matter coming before the Court on the interim fee applications (together Docket Entry Nos. 2560, 2651, 2668 [Case No. 17-4780], 17405, 19086, 19191, 19209, 19215, 19227, 19229, 19236, and 19511 [Case No. 17-3283], the (“**Applications**”)), all as indicated as “Recommended for Approval” on the attached **Exhibit A**, pursuant to sections 316 and 317 of the Puerto Rico Oversight, Management, and Economic Stability Act (“PROMESA”), Pub. L.

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<sup>1</sup> The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the: (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and, (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747) Puerto Rico Public Buildings Authority (“PBA”) (Bankruptcy Case No. 19-BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

No. 114-187, §§ 316, 317, 130 Stat., 549, 584-85 (2016), and Rule 2016 of the Local Rules of Bankruptcy Practice and Procedure of the U.S. Bankruptcy Court for the District of Puerto Rico, for the interim allowance of certain fees, including all holdbacks and expenses incurred by the Applicants for the specific period of time set forth in each of the Applications (the “**Compensation Periods**”); filed in accordance with the *Order Setting Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Dkt. No. 1150] (the “**Interim Compensation Order**”); the *First Amended Order Setting Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Dkt. No. 1715] (the “**First Amended Interim Compensation Order**”); the *Second Amended Order Setting Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Dkt. No. 3269] (the “**Second Amended Interim Compensation Order**”); the *Order Pursuant to PROMESA Sections 316 and 317 and Bankruptcy Code Section 105(A) Appointing a Fee Examiner and Related Relief* [Dkt. No. 1416] (the “**Fee Examiner Order**”); and the *First Amended Order Pursuant to PROMESA Sections 316 and 317 and Bankruptcy Code Section 105(A) Appointing a Fee Examiner and Related Relief* [Dkt. No. 3324] (the “**First Amended Fee Examiner Order**”); and the Court having reviewed the Applications and/or the report filed by the Fee Examiner with respect to the Applications [see Dkt. No. \_\_\_\_]; and the Court finding that: (a) the Court has jurisdiction over this matter pursuant to PROMESA section 306(a); and (b) notice of the Applications and the hearing thereon being adequate under the circumstances; and (c) all parties with notice of the Applications having been afforded the opportunity to be heard on the Applications;

IT IS HEREBY ORDERED THAT:

1. The Applications are GRANTED on an interim basis as set forth on the attached **Exhibit A**.
2. Each of the Applicants is allowed (a) interim compensation for services rendered during the Compensation Periods and (b) interim reimbursement for actual and necessary expenses incurred during the Compensation Periods, each in the respective and adjusted amounts set forth on the attached **Exhibit A**, including, except as otherwise indicated, any and all holdbacks.
3. To the extent not already paid pursuant to the Interim Compensation Order, the Debtors are hereby authorized and directed to pay each of the Applicants 100 percent of the fees and 100 percent of the expenses listed on **Exhibit A** under the columns “Interim Fees Recommended for Approval” and “Interim Expenses Recommended for Approval,” respectively, for services rendered and expenses incurred during the Compensation Periods.
4. Pursuant to the Fee Examiner’s report, the interim fee applications listed on **Exhibit B** and the final application listed on **Exhibit C** of the report [Docket Entry Nos. 640 [Case No. 17-3284], 658, 717, 724, 862, 864, 873, 967, 988, 1070, 1048, 1112, 1117, 1186, 1194, 1208, 1254, 1263, 1294 [Case No. 17-3566], 615, 654, 657, 764, 766, 770, 920, 925, 952, 965, 996, 999, 1056, 1111, 1113, 1120 [Case No. 17-3567], 1133, 1137, 1489, 1604, 1786, 1778, 1788, 1963, 1965, 1970, 1977, 2175, 2208, 2343, 2373, 2377, 2399, 2410, 2425, 2564, 2573, 2592, 2650, 2653, 2658, 2670, 2678 [Case No. 17-4780], 70, 96, 110, 166, 225, 229, 267 [Case No. 19-5523], 5810, 8014, 8180, 8454, 9215, 9275, 9316, 9332, 9354, 9538, 9539, 12180, 12401, 12827, 12829, 12831, 12833, 12835, 12847, 12907, 13600, 13725, 14031, 14041, 14179, 14348, 14350, 14352, 14354, 14356, 14522, 14523, 14924, 15472, 15477, 15481, 15482, 15553,

15554, 15577, 15765, 16075, 16143, 16144, 16146, 16148, 16150, 16155, 16156, 16157, 16158, 16282, 16768, 16769, 16770, 16782, 16945, 17357, 17393, 17447, 17553, 17587, 17589, 17591, 17592, 17596, 17660, 17740, 17831, 18066, 18095, 18127, 18168, 18293, 18296, 18454, 18494, 19189, 19195, 19219, 19222, 19223, 19224, 19226, 19230, 19238, 19237, 19239, 19241, 19243, 19245, 19272, 19273, 19274, 19275, 19321, 19412, 19494, 19518, 19634, 19689, 19690, 19692, 19694, 19696, 19805, 19849] remain adjourned for consideration at a later hearing date.

5. This Order resolves Docket Entry Nos. 2560, 2651, 2668 [Case No. 17-4780], 17405, 19086, 19191, 19209, 19215, 19227, 19229, 19236, and 19511 [Case No. 17-3283].

SO ORDERED.

Dated: \_\_\_\_\_, 2022

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LAURA TAYLOR SWAIN  
United States District Judge

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